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Debtors in Possession*

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:)	
)	Chapter 11
)	
CELSIUS NETWORK LLC, <i>et al.</i> , ¹)	Case No. 22-10964 (MG)
)	
Debtors.)	(Joint Administration Requested)

AGENDA FOR SECOND DAY HEARING

Time and Date of Hearing: August 16, 2022, at 2:00 p.m. (prevailing Eastern Time)

Location of Hearing: The Honorable Judge Martin Glenn
United States Bankruptcy Court for the Southern District of New York
Alexander Hamilton U.S. Custom House
One Bowling Green, Courtroom No. 523
New York, New York 10004

Hearing Attendance Instructions: In accordance with General Order M-543 (“General Order M-543”), dated March 20, 2020, the Second Day Hearing will only be conducted using Zoom for Government. Parties wishing to appear at the First Day Hearing, whether making a “live” or “listen only” appearance before the Court, need to make an electronic appearance through the Court’s website at <https://ecf.nysb.uscourts.gov/cgi-bin/nysbAppearances.pl> on or before 4:00 p.m. (prevailing Eastern Time) on August 15, 2022.

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Celsius Network LLC (2148); Celsius KeyFi LLC (4414); Celsius Lending LLC (8417); Celsius Mining LLC (1387); Celsius Network Inc. (1219); Celsius Network Limited (8554); Celsius Networks Lending LLC (3390); and Celsius US Holding LLC (7956). The location of Debtor Celsius Network LLC’s principal place of business and the Debtors’ service address in these chapter 11 cases is 121 River Street, PH05, Hoboken, New Jersey 07030.

Copies of Motions: A copy of each pleading may be obtained free of charge by visiting the website of Stretto at <https://cases.stretto.com/Celsius>. You may also obtain copies of any pleadings by visiting the Court's website at <http://www.nysb.uscourts.gov> in accordance with the procedures and fees set forth therein.

I. Contested Matters.

1. **Cash Management Motion.** Debtors' Motion Seeking Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Continue to Operate Their Cash Management System, (B) Honor Certain Prepetition Obligations Related Thereto, (C) Maintain Existing Business Forms, and (D) Continue to Perform Intercompany Transactions, (II) Granting Superpriority Administrative Expense Status to Postpetition Intercompany Balances, and (III) Granting Related Relief [Docket No. 21].

Objection Deadline: August 5, 2022, at 4:00 p.m. (prevailing Eastern Time). The objection deadline was extended to August 9, 2022, at 4:00 p.m. (prevailing Eastern Time) for the Official Committee of Unsecured Creditors, the Office of the United States Trustee, and CDP Investissements, Inc., Community First Partners, LLC, Celsius SPV Investors, LP, and Celsius New SPV Investors, LP ("Certain Equity Holders").

Responses Received:

- (1) The Official Committee of Unsecured Creditors' Limited Objection to the Debtors' Cash Management Motion [Docket No. 401].

Related Documents:

- (1) Interim Order (I) Authorizing the Debtors To (A) Continue to Operate Their Cash Management System, (B) Honor Certain Prepetition Obligations Related Thereto, (C) Maintain Existing Business Forms, and (D) Continue to Perform Intercompany Transactions, (II) Granting Superpriority Administrative Expense Status to Postpetition Intercompany Balances, and (III) Granting Related Relief [Docket No. 56].
- (2) Notice of Filing Revised Proposed Interim Order (I) Authorizing the Debtors to (A) Continue to Operate Their Cash Management System, (B) Honor Certain Prepetition Obligations Related Thereto, (C) Maintain Existing Business Forms, and (D) Continue to Perform Intercompany Transactions, (II) Granting Superpriority Administrative Expense Status to Postpetition Intercompany Balances, and (III) Granting Related Relief [Docket No. 40].

Status: This matter is going forward for the purpose of presenting a proposed second interim order.

2. **Sales of Mined Bitcoin Motion.** Debtors' Motion Seeking Entry of an Order (I) Permitting the Sale of the Debtors' Mined Bitcoin in the Ordinary Course and (II) Granting Related Relief [Docket No. 187].

Objection Deadline: August 5, 2022, at 4:00 p.m. (prevailing Eastern Time). The objection deadline was extended to August 9, 2022, at 4:00 p.m. (prevailing Eastern Time), and again to August 11, 2022, at 4:00 p.m. (prevailing Eastern Time), for the Official Committee of Unsecured Creditors, the Office of the United States Trustee, and Certain Equity Holders.

Responses Received:

- (1) The Official Committee of Unsecured Creditors' Objection and Reservation of Rights to Debtors' Motion Seeking Entry of an Order (I) Permitting the Sale of the Debtors' Mined Bitcoin in the Ordinary Course and (II) Granting Related Relief [Docket No. 428].
- (2) Objection of the Texas State Securities Board to Debtors' Motion Seeking Entry of an Order (I) Permitting the Sale of the Debtors' Mined Bitcoin in the Ordinary Course and (II) Granting Related Relief [Docket No. 371].
- (3) Objections of the United States Trustee to Debtors' Motions for Entry of Orders (I) Permitting the Sale of the Debtors' Mined Bitcoin in the Ordinary Course and (II) Approving Procedures and for De Minimis Asset Transactions [Docket No. 400].

Related Documents: None.

Status: This matter is going forward for the purpose of presenting a proposed final order.

3. **De Minimis Asset Sale Procedures Motion.** Debtors' Motion to Approve Procedures for De Minimis Asset Transactions [Docket No. 189].

Objection Deadline: August 5, 2022, at 4:00 p.m. (prevailing Eastern Time). The objection deadline was extended to August 9, 2022, at 4:00 p.m. (prevailing Eastern Time), and again to August 11, 2022, at 4:00 p.m. (prevailing Eastern Time), for the Official Committee of Unsecured Creditors, the Office of the United States Trustee, and Certain Equity Holders.

Responses Received:

- (1) The Official Committee of Unsecured Creditors' Objection to the Debtors' De Minimis Sales Motion [Docket No. 429].
- (2) The Official Committee of Unsecured Creditors' Limited Omnibus Objection to Certain of Debtors' First and Second Day Motions [Docket No. 402].
- (3) Objections of the United States Trustee to Debtors' Motions for Entry of Orders (I) Permitting the Sale of the Debtors' Mined Bitcoin in the Ordinary Course and (II) Approving Procedures and for De Minimis Asset Transactions [Docket No. 400].

Related Documents: None.

Status: This matter is going forward for the purpose of presenting a proposed final order.

4. **Contract Assumption/Rejection Procedures Motion.** Debtors' Motion for Entry of an Order (I) Authorizing and Approving Procedures to Reject, Assume, or Assume And Assign Executory Contracts and Unexpired Leases and (II) Granting Related Relief [Docket No. 185].

Objection Deadline: August 5, 2022, at 4:00 p.m. (prevailing Eastern Time). The objection deadline was extended to August 9, 2022, at 4:00 p.m. (prevailing Eastern Time) for the Official Committee of Unsecured Creditors, the Office of the United States Trustee, and Certain Equity Holders.

Responses Received:

- (1) The Official Committee of Unsecured Creditors' Limited Omnibus Objection to Certain of Debtors' First and Second Day Motions [Docket No. 402].

Related Documents: None.

Status: This matter is going forward for the purpose of presenting a proposed final order.

5. **Wages Motion.** Debtors' Motion Seeking Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Pay Prepetition Employee Wages, Salaries, Other Compensation, and Reimbursable Expenses and (B) Continue Employee Benefits Programs and (II) Granting Related Relief [Docket No. 19].

Objection Deadline: August 5, 2022, at 4:00 p.m. (prevailing Eastern Time). The objection deadline was extended to August 9, 2022, at 4:00 p.m. (prevailing Eastern Time), and again to August 11, 2022, at

4:00 p.m. (prevailing Eastern Time), for the Official Committee of Unsecured Creditors, the Office of the United States Trustee, and Certain Equity Holders.

Responses Received:

- (1) The Official Committee of Unsecured Creditors' Limited Omnibus Objection to Certain of Debtors' First and Second Day Motions [Docket No. 402].
- (2) Limited Objection of the United States Trustee to Debtors' Motion for Entry of Final Order (I) Authorizing the Debtors to (A) Pay Prepetition Employee Wages, Salaries, Other Compensation, and Reimbursable Expenses and (B) Continue Employee Benefits Programs and (II) Granting Related Relief [Docket No. 413].

Related Documents:

- (1) Interim Order (I) Authorizing the Debtors to (a) Pay Prepetition Employee Wages, Salaries, Other Compensation, and Reimbursable Expenses and (b) Continue Employee Benefits Programs and (II) Granting Related Relief [Docket No. 61].

Status: This matter is going forward for the purpose of presenting a proposed final order.

6. **Critical Vendors Motion.** Debtors' Motion Seeking Entry of Interim and Final Orders (I) Authorizing the Debtors to Pay Prepetition Claims of Certain Critical Vendors, Foreign Vendors, 503(b)(9) Claimants, and Lien Claimants, (II) Granting Administrative Expense Priority to All Undisputed Obligations on Account of Outstanding Orders, and (III) Granting Related Relief [Docket No. 20].

Objection Deadline: August 5, 2022, at 4:00 p.m. (prevailing Eastern Time). The objection deadline was extended to August 9, 2022, at 4:00 p.m. (prevailing Eastern Time) for the Official Committee of Unsecured Creditors, the Office of the United States Trustee, and Certain Equity Holders.

Responses Received:

- (1) The Official Committee of Unsecured Creditors' Limited Omnibus Objection to Certain of Debtors' First and Second Day Motions [Docket No. 402].

Related Documents:

- (1) Interim Order (I) Authorizing the Debtors to Pay Prepetition Claims of Certain Critical Vendors, Foreign Vendors, 503(B)(9) Claimants, and Lien Claimants, (II) Granting Administrative Expense Priority to All Undisputed Obligations on Account of

Outstanding Orders, and (III) Granting Related Relief [Docket No. 80].

- (2) Notice of Filing of Revised Proposed Interim Order (I) Authorizing the Debtors to Pay Prepetition Claims of Certain Critical Vendors, Foreign Vendors, 503(B)(9) Claimants, and Lien Claimants, (II) Granting Administrative Expense Priority to All Undisputed Obligations on Account of Outstanding Orders, and (III) Granting Related Relief [Docket No. 37].

Status: This matter is going forward for the purpose of presenting a proposed final order.

II. Uncontested Matters Going Forward.

A. Final Relief on Certain First Day Motions

1. **Case Management Motion.** Debtors' Motion Seeking Entry of Interim and Final Orders (I) Establishing Certain Notice, Case Management, and Administrative Procedures and (II) Granting Related Relief [Docket No. 15].

Objection Deadline: August 5, 2022, at 4:00 p.m. (prevailing Eastern Time). The objection deadline was extended to August 9, 2022, at 4:00 p.m. (prevailing Eastern Time) for the Official Committee of Unsecured Creditors, the Office of the United States Trustee, and Certain Equity Holders.

Responses Received: None.

Related Documents:

- (1) Interim Order (I) Establishing Certain Notice, Case Management, and Administrative Procedures [Docket No. 63].

Status: This matter is going forward for the purpose of presenting a proposed final order.

2. **Insurance Motion.** Debtors' Motion Seeking Entry of Interim and Final Orders (I) Authorizing the Debtors to (A) Pay Their Obligations Under Prepetition Insurance Policies, (B) Continue to Pay Certain Brokerage Fees, (C) Renew, Supplement, Modify, or Purchase Insurance Coverage, and (D) Maintain Their Surety Bond Program and (II) Granting Related Relief [Docket No. 16].

Objection Deadline: August 5, 2022, at 4:00 p.m. (prevailing Eastern Time). The objection deadline was extended to August 9, 2022, at 4:00 p.m. (prevailing Eastern Time) for the Official Committee of

Unsecured Creditors, the Office of the United States Trustee, and Certain Equity Holders.

Responses Received: None.

Related Documents:

- (1) Interim Order (I) Authorizing the Debtors to (A) Pay their Obligations Under Prepetition Insurance Policies, (B) Continue to Pay Certain Brokerage Fees, (C) Renew, Supplement, Modify, or Purchase Insurance Coverage, and (D) Maintain their Surety Bond Program and (II) Granting Related Relief [Docket No. 59].

Status: This matter is going forward for the purpose of presenting a proposed final order.

3. **NOL Motion.** Debtors' Motion Seeking Entry of Interim and Final Orders (I) Approving Notification and Hearing Procedures for Certain Transfers of Declarations of Worthlessness with Respect to Common Stock and Preferred Stock and (II) Granting Related Relief [Docket No. 5].

Objection Deadline: August 5, 2022, at 4:00 p.m. (prevailing Eastern Time). The objection deadline was extended to August 9, 2022, at 4:00 p.m. (prevailing Eastern Time), and again to August 11, 2022, at 4:00 p.m. (prevailing Eastern Time), for the Official Committee of Unsecured Creditors, the Office of the United States Trustee, and Certain Equity Holders.

Responses Received: None.

Related Documents:

- (1) Interim Order (I) Approving Notification and Hearing Procedures for Certain Transfers of and Declarations of Worthlessness with Respect to Common Stock and (II) Granting Related Relief [Docket No. 58].
- (2) Notice of Filing of Revised Proposed Interim Order (I) Approving Notification and Hearing Procedures for Certain Transfers of and Declarations of Worthlessness with Respect to Common Stock and (II) Granting Related Relief [Docket No. 39].

Status: This matter is going forward for the purpose of presenting a proposed final order.

4. **Taxes Motion.** Debtors' Motion Seeking Entry of Interim and Final Orders (I) Authorizing the Payment of Certain Taxes and Fees and (II) Granting Related Relief [Docket No. 17].

Objection Deadline: August 5, 2022, at 4:00 p.m. (prevailing Eastern Time). The objection deadline was extended to August 9, 2022, at 4:00 p.m. (prevailing Eastern Time) for the Official Committee of Unsecured Creditors, the Office of the United States Trustee, and Certain Equity Holders.

Responses Received: None.

Related Documents:

- (1) Interim Order (I) Authorizing the Payment of Certain Taxes and Fees and (II) Granting Related Relief [Docket No. 62].

Status: This matter is going forward for the purpose of presenting a proposed final order.

5. **Utilities Motion.** Debtors' Motion Seeking Entry of an Order (I) Approving the Debtors' Proposed Adequate Assurance of Payment for Future Utility Services, (II) Prohibiting Utility Providers from Altering, Refusing, or Discontinuing Services, (III) Approving the Debtors' Proposed Procedures for Resolving Adequate Assurance Requests, and (IV) Granting Related Relief [Docket No. 3].

Objection Deadline: August 5, 2022, at 4:00 p.m. (prevailing Eastern Time). The objection deadline was extended to August 9, 2022, at 4:00 p.m. (prevailing Eastern Time), and again to August 11, 2022, at 4:00 p.m. (prevailing Eastern Time), for the Official Committee of Unsecured Creditors, the Office of the United States Trustee, and Certain Equity Holders.

Responses Received: None.

Related Documents: None.

Status: This matter is going forward for the purpose of presenting a proposed order.

B. Relief on Certain Second Day Motions

1. **Interim Compensation Motion.** Debtors' Motion for Entry of an Order (I) Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Retained Professionals and (II) Granting Related Relief [Docket No. 186].

Objection Deadline: August 5, 2022, at 4:00 p.m. (prevailing Eastern Time). The objection deadline was extended to August 9, 2022, at 4:00 p.m. (prevailing Eastern Time) for the Official Committee of

Unsecured Creditors, the Office of the United States Trustee, and Certain Equity Holders.

Responses Received: None.

Related Documents: None.

Status: This matter is going forward for the purpose of presenting a proposed final order.

2. **Ordinary Course Professionals Motion.** Debtors' Motion Authorizing the Retention and Compensation of Professionals Utilized in the Ordinary Course Of Business [Docket No. 190].

Objection Deadline: August 5, 2022, at 4:00 p.m. (prevailing Eastern Time). The objection deadline was extended to August 9, 2022, at 4:00 p.m. (prevailing Eastern Time) for the Official Committee of Unsecured Creditors, the Office of the United States Trustee, and Certain Equity Holders.

Responses Received: None.

Related Documents: None.

Status: This matter is going forward for the purpose of presenting a proposed final order.

III. Adjourned Matters.

1. **Bidding Procedures Motion.** Debtors' Motion Seeking Entry of (I) an Order (A) Approving Bidding Procedures for the Potential Sale of Certain of the Debtors' Assets, (B) Scheduling Certain Dates with Respect Thereto, (C) Approving the Form and Manner of Notice Thereof, (D) Approving Bid Protections, I Approving Contract Assumption and Assignment Procedures, (II) an Order Authorizing the Debtors to Enter Into a Definitive Purchase Agreement, and (III) Granting Related Relief [Docket No. 188].

Objection Deadline: August 5, 2022, at 4:00 p.m. (prevailing Eastern Time). The objection deadline was extended to August 9, 2022, at 4:00 p.m. (prevailing Eastern Time), and again to August 11, 2022, at 4:00 p.m. (prevailing Eastern Time), for the Official Committee of Unsecured Creditors, the Office of the United States Trustee, and Certain Equity Holders.

Responses Received:

- (1) The Official Committee of Unsecured Creditors' Objection and

Reservation of Rights to Debtors' Motion Seeking Entry of an Order Approving Bid Procedures for the Potential Sale of the GK8 Assets and Related Relief [Docket No. 430].

Related Documents:

- (1) Notice of Adjournment of Debtors' Motion Seeking Entry of (I) an Order (A) Approving Bidding Procedures for the Potential Sale of Certain of the Debtors' Assets, (B) Scheduling Certain Dates with Respect Thereto, (C) Approving the Form and Manner of Notice Thereof, (D) Approving Bid Protections, I Approving Contract Assumption and Assignment Procedures, (II) an Order Authorizing the Debtors to Enter Into a Definitive Purchase Agreement, and (III) Granting Related Relief; and Debtors' Motion Seeking Entry of an Order (I) Authorizing the Debtors to Prepare a Consolidated List of Creditors in Lieu of Submitting a Separate Mailing Matrix for Each Debtor, (II) Authorizing the Debtors to File a Consolidated List of the Debtors' Fifty Largest Unsecured Creditors, (III) Authorizing the Debtors to Redact Certain Personally Identifiable Information, (IV) Approving the Form and Manner of Notifying Creditors of Commencement, and (V) Granting Related Relief [Docket No. 445].

Status: This matter is adjourned until September 1, 2022, at 10:00 a.m. (prevailing Eastern Time).

2. **Creditor Matrix Motion.** Debtors' Motion Seeking Entry of an Order (I) Authorizing the Debtors to Prepare a Consolidated List of Creditors in Lieu of Submitting a Separate Mailing Matrix for Each Debtor, (II) Authorizing the Debtors to File a Consolidated List of the Debtors' Fifty Largest Unsecured Creditors, (III) Authorizing the Debtors to Redact Certain Personally Identifiable Information, (IV) Approving the Form and Manner of Notifying Creditors of Commencement, and (V) Granting Related Relief [Docket No. 18].

Objection Deadline: August 5, 2022, at 4:00 p.m. (prevailing Eastern Time). The objection deadline was extended to August 9, 2022, at 4:00 p.m. (prevailing Eastern Time) for the Official Committee of Unsecured Creditors, the Office of the United States Trustee, and Certain Equity Holders.

Responses Received: None.

Related Documents:

- (1) Notice of Adjournment of Debtors' Motion Seeking Entry of (I) an Order (A) Approving Bidding Procedures for the Potential Sale of Certain of the Debtors' Assets, (B) Scheduling Certain Dates with Respect Thereto, (C) Approving the Form and Manner of Notice Thereof, (D) Approving Bid Protections, I Approving Contract Assumption and Assignment Procedures, (II) an Order Authorizing

the Debtors to Enter Into a Definitive Purchase Agreement, and (III) Granting Related Relief; and Debtors' Motion Seeking Entry of an Order (I) Authorizing the Debtors to Prepare a Consolidated List of Creditors in Lieu of Submitting a Separate Mailing Matrix for Each Debtor, (II) Authorizing the Debtors to File a Consolidated List of the Debtors' Fifty Largest Unsecured Creditors, (III) Authorizing the Debtors to Redact Certain Personally Identifiable Information, (IV) Approving the Form and Manner of Notifying Creditors of Commencement, and (V) Granting Related Relief [Docket No. 445].

- (2) Order (I) Authorizing the Debtors to Prepare a Consolidated List of Creditors in Lieu of Submitting a Separate Mailing Matrix for Each Debtor, (II) Authorizing the Debtors to File a Consolidated List of the Debtors' Fifty Largest Unsecured Creditors, (III) Authorizing the Debtors to Redact Certain Personally Identifiable Information, (IV) Approving the Form and Manner of Notifying Creditors of Commencement, and (V) Granting Related Relief [Docket No. 55].

Status: This matter is adjourned until September 1, 2022, at 10:00 a.m. (prevailing Eastern Time).

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New York, New York
Dated: August 12, 2022

/s/ Joshua A. Sussberg

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